

Dbt f !2;1: .dw 12119.HNT!!!Epdivn f ou24!!!!Gjrfhe!15027021!!!Qbhf !2!pg5

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

JOHN GAROFALO, on behalf of himself and)	
all others similarly situated,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No.
)	1:09-cv-01008-GMS
)	
REVLON, INC., RONALD O. PERELMAN,)	CLASS ACTION
MACANDREWS & FORBES HOLDINGS)	
INC., BARRY F SCHWARTZ, DAVID L.)	
KENNEDY, ALAN T. ENNIS, ALAN S.)	
BERNIKOW, PAUL J. BOHAN, MEYER)	
FELDBERG, ANN D. JORDAN, DEBRA L.)	
LEE, TAMARA MELLON, KATHI P.)	
SEIFERT and KENNETH L. WOLFE)	
)	
Defendants.)	

STIPULATION AND ORDER

WHEREAS, on December 31, 2009, plaintiff John Garofalo ("Plaintiff") filed the complaint in this action (the "Action") against Revlon, Inc., Ronald O. Perelman, MacAndrews & Forbes Holdings, Inc., Barry O. Schwartz, David L. Kennedy, Alan T. Ennis, Alan S. Bernikow, Paul J. Bohan, Meyer Feldberg, Ann D. Jordan, Debra L. Lee, Tamara Mellon, Kathi P. Seifert and Kenneth L. Wolfe (collectively the "Defendants") alleging, inter alia, violations of Section 14(a) of the Securities Exchange Act of 1934 regarding a tender offer consummated on October 8, 2009 (the "Tender Offer");

WHEREAS, on March 1, 2010, the undersigned counsel for Defendants agreed to accept service on behalf of all Defendants in this Action and answer, move or otherwise respond to the complaint in this Action on or before April 1, 2010;

Dbt f !2;1: .dw 12119.HNT!!!Epdivn f ou24!!!!Gjrhel15Q27Q21!!!Qbhf !3!pg5

WHEREAS, on March 16, 2010, the Court appointed Plaintiff as lead plaintiff in this Action and appointed the law firm of Berger & Montague, P.C. as Plaintiff's lead counsel in this Action ("Plaintiff's Counsel");

WHEREAS, on March 30, 2010, the Defendants filed a stipulated motion that sought to allow the Defendants to respond to the class action complaint in this Action by April 15, 2010;

WHEREAS, Defendants' counsel advised Plaintiff's counsel that it was considering moving for a stay of the Action;

WHEREAS, the Defendants are involved in an action pending in the Court of Chancery of the State of Delaware styled, *In re Revlon, Inc. Shareholders Litigation*, Consol. C.A. No. 4578-VCL (the "Delaware Action"), which also pertains to the Tender Offer;

WHEREAS, the undersigned counsel for Defendants have agreed that Plaintiff's Counsel may participate in ongoing merits discovery in the Delaware Action; and

WHEREAS, Plaintiff asserts that such coordination of certain discovery would allow an efficiency and economy for all parties concerned and will not prejudice Plaintiff's right to pursue the distinct claims in this Action.

IT IS HEREBY STIPULATED AND AGREED by and among the parties through their undersigned counsel, subject to the approval of the Court, that all proceedings in this Action are stayed for a period of 120 days from the date the Court grants this stipulation and order to allow such discovery to proceed.

Dbt f !2;1: .dw 12119.HNT!!!Epdiv f ou24!!!!Gjrhel15Q27Q21!!!Qbhf !4!pg5

/s/ Robert D. Goldberg (#631)

Robert D. Goldberg (#631)

goldberg@batlaw.com

Biggs & Battaglia

921 North Orange Street

Wilmington, Delaware 19801

(302) 655-9677

Attorneys for Plaintiff

/s/ Raymond J. DiCamillo (#3188)

Raymond J. DiCamillo (#3188)

dicamillo@rlf.com

Kevin M. Gallagher (#5337)

gallagher@rlf.com

Richards, Layton & Finger, P.A.

920 North King Street

Wilmington, Delaware 19801

(302) 651-7700

Attorneys for Defendants Alan S. Bernikow,

Paul J. Bohan, Meyer Feldberg, Ann D.

Jordan, Debra L. Lee, Tamara Mellon, Kathi

P. Seifert and Kenneth L. Wolfe

/s/ Thomas J. Allingham, II (#476)

Thomas J. Allingham, II (#476)

Thomas.Allingham@skadden.com

Alyssa M. Schwartz (#4351)

Alyssa.Schwartz@skadden.com

Skadden, Arps, Slate, Meagher & Flom LLP

One Rodney Square

P.O. Box 636

Wilmington, Delaware 19899

(302) 651-3000

Attorneys for Defendants Alan T. Ennis,

David L. Kennedy and Revlon, Inc.

Dbt f !2;1: .dw 12119.HNT!!!Epdv n f ou24!!!!Gjme!15027021!!!Qbhf !5!pg5

/s/ Andre G. Bouchard (#2504)

Andre G. Bouchard (#2504)

abouchard@bmf-law.com

Bouchard Margules & Friedlander, P.A.

222 Delaware Avenue, Suite 1400

Wilmington, Delaware 19801

(302) 573-3500

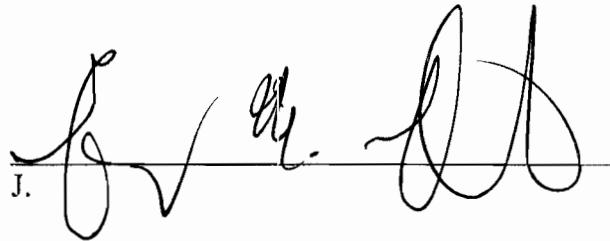
Attorneys for Defendants Ronald O.

Perelman, Barry O. Schwartz and

MacAndrews & Forbes Holdings, Inc.

Dated: April 16, 2010

SO ORDERED this 19th day of April, 2010.


J.